

Series II
Subjects Files,
1916-1973

Box 16, Folder 4

Trustees list, budget,
annual meeting
agenda and minutes,
1970

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BOARD OF TRUSTEES
OF NAVAL WAR COLLEGE FOUNDATION, INC.

Mr. C.F. Adams
Raytheon Company
Lexington, Massachusetts 02173

RADM Richard W. Bates, USN (Ret.)
12 Mount Vernon Place
Newport, Rhode Island 02840

Vice President

RADM John J. Bergen, USNR (Ret.)
410 Park Avenue
New York, New York 10022

Mr. John Nicholas Brown
50 South Main Street
Providence, Rhode Island 02903

President

VADM Richard G. Colbert, USN
President
U.S. Naval War College
Newport, Rhode Island 02840

Mr. Robert Leeson
1030 Ives Road
East Greenwich, Rhode Island 02818

CDR Marsden J. Perry, USNR (Ret.)
322 East 57th Street
Apartment 2A & B
New York, New York 10022

Mr. Richard B. Sheffield
255 Indian Avenue
Middletown, Rhode Island 02840

CDR Peter B. Walker, JACG, USN
U.S. Naval War College
Newport, Rhode Island 02840

Secretary-Treasurer

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Possible Trustees for Naval War College Foundation, Inc.

<u>Place</u>	<u>Number</u>	<u>Name</u>
Boston	1	Charles Francis Adams Dedham Street Dover, Massachusetts 02030 or Samuel Eliot Morison 44 Brimmer Street Boston, Massachusetts 02108, or Harvard College Library Cambridge, Massachusetts 02138
New York		Winthrop W. Aldrich 960 5th Avenue New York, New York 10021
	2	RADM John J. Bergen, USNR (Ret.) 410 Park Avenue New York, New York 10022 CDR Marsden J. Perry, USN (Ret.) 405 E. 63d Street New York, New York 10021 Glenn H. Easton, Jr. 1071 Fifth Avenue, N.Y., N.Y. 10028
Newport	5	RADM Richard W. Bates, USN (Ret.) 12 Mt. Vernon Street Newport, Rhode Island 02840 J. Nicholas Brown Halidon Avenue Newport, Rhode Island 02840 Richard B. Sheffield, Esquire 255 Indian Avenue Middletown, Rhode Island 02840 CAPT E. B. Henry, Jr., USN (Ret.) 326 West Main Road Portsmouth, Rhode Island 02871 Mr. Robert Leeson 1030 Ives Road East Greenwich, Rhode Island 02818 CDR Peter B. Walker, JAGC, USN Naval War College Professor E. R. Schwass Naval War College

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<u>Place</u>	<u>Number</u>	<u>Name</u>
Washington, D.C. continued	1	RADM Charles A. Buchanan, USN (Ret.) 10820 Alloway Drive Potomac, Maryland 20854 or Melville B. Grosvenor Ed. in Ch. and Chairman of the Board National Geographic Society 17th & M, NW Washington, D.C. 20036 or VADM Bernard L. Austin, USN (Ret.) 11201 Stephalee Lane Rockville, Maryland 20852 or Alton Dewitt Anderson President, Amecom Division Litton Industries, Inc. 5115 Calvert Road College Park, Maryland 20740
Charleston, S.C.	1	Peter Manigault Evening Post Publishing Co. Charleston, South Carolina 29402 Home: 134 Columbus Street Charleston, South Carolina 29402
New Orleans	1	MAJ GEN Charles F. Duchain, USMCR 9265 Jefferson Highway Baton Rouge, Louisiana 70809
Houston, Texas	1	R. John Rath Professor of History Rice University Houston, Texas 77001
Chicago, Ill.	1	Morgan Lewis Fitch, Jr. Partner Anderson, Luedeka, Fitch, Even & Tabin 135 S. LaSalle Street Chicago, Illinois 60603

<u>Place</u>	<u>Number</u>	<u>Name</u>
San Francisco	1	Harvey Boyce Lockett Executive Vice President American President Lines 601 California Street San Francisco, California 94108
Los Angeles		ADM John Harold Sides, USN (Ret.) Senior Military Adviser - Navy Lockheed Aircraft Corporation 2555 Hollywood Way Burbank, California 91503
or	1	RADM Gill M. Richardson, USN (Ret.) Government Marketing Western Regional Office Raytheon Corporation 12701 S. Van Ness Avenue Hawthorne, California 90250
San Diego		Frank Gard Jameson Executive Vice President Ryan Aeronautical Co. 2701 Harbor Drive San Diego, California 92112
		James Copley 707 Country Club Drive La Jolla, California 92037
		Copley Newspapers 7776 Ivanhoe Street La Jolla, California 92037
Philadelphia, Pa.	1	John Bracken 241 Pine Street Philadelphia, Pennsylvania
Seattle, Wash.	1	ADM James S. Russell, USN (Ret.) 7734 Walnut Avenue, SW Tacoma, Washington 98498

3 Enclosure (1)

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<u>Place</u>	<u>Number</u>	<u>Name</u>
Honolulu, Hawaii	1	ADM Harry D. Felt, USN (Ret.) 818 Pueo Street Honolulu, Hawaii 96815
Denver, Colo.		

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Enclosure (1)

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NAVAL WAR COLLEGE FOUNDATION, INC."

PROPOSED ADMINISTRATIVE BUDGET

Annual Expenses

A. Salaries:

1. Secretary/Bookkeeper	\$6500.00	
(If part-time only . . . \$3250.00)		\$6500.00

B. Office Equipment/Supplies:

1. Telephone	\$200.00	
2. Stationery	50.00	
3. Xerox	200.00	
4. Misc. Supplies	150.00	
5. Postage	<u>300.00</u>	
	\$900.00	\$900.00

C. Printing:

1. Founder-Member Solicitation	\$566.00
2. Quarterly News Brief	\$300.00

D. Bond:

1. Secre.-Treasurer	\$100.00	
(Will vary with assets)		\$100.00

E. Liability Ins. (Incl. Auto.)

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Capital Expenses

A. Electric Typewriter

5.
~~\$600.00~~

B. Furnishings:

1. Desk/Chair \$250.00
2. Table 50.00
3. Chairs (2) 100.00
4. File Cabinet (Lock) 40.00
5. Lamp (Desk) 20.00
6. Wastebasket 4.00

~~\$464.00~~

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NAVAL WAR COLLEGE FOUNDATION, INC.
Balance Sheet
15 June 1970

Assets

Cash

\$1,865.66

Total Assets

\$1,865.66

Liabilities and Capital

Liabilities

None

Naval War College Foundation, Inc.
Capital

\$1,865.66

Total Liabilities & Capital

\$1,865.66

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NAVAL WAR COLLEGE FOUNDATION, INC.
Statement of Receipts and Expenditures
for the period 15 January-15 June 1970

Receipts		
Donations	<u>\$2,000.00</u>	
Total Receipts		\$2,000.00
Expenditures		
Administrative Expense	\$ 30.00	
Office Expense	<u>104.34</u>	
Total Expenditures		<u>134.34</u>
Balance on Hand		\$1,865.66

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WHY THE NAVAL WAR COLLEGE

the support of a Foundation
REQUIRES ADDITIONAL FUNDS

We are living today in an era of greatly reduced federal funds for the Department of Defense. As you well know, this is highlighted nearly every day in press, radio and television.

The effect of these reduced funds is particularly noticeable in the Navy, as nearly every day ships are being placed in moth-balls or are being sold as scrap.

As a result, many Naval officers of the permanent establishment who have no ships and yet desire to remain in the Navy are given an opportunity to improve themselves by study at the Naval War College. This is a much sought-after assignment, as it improves professional competence for higher career responsibilities.

Recognizing this fact, and realizing the great importance of educating as many officers of proven ability as possible, the Navy Department is initiating at the Naval War College a nine-year building program, which includes the progressive construction of four new buildings and the rehabilitation of existing buildings. During this time it is planned to increase the student body from its present 440 students to 700 students, many of whom will be from sister services such as the Army, Air Force, Marine Corps, Coast Guard, as well as from such Federal civilian organizations as the Department of State, Central Intelligence Agency, and United States Information Agency. In addition, it is planned to continue at the Naval War College the class of high-ranking Naval officers from about thirty allied and friendly nations, which has been remarkably successful since its inception. All of this will require large sums of government-appropriated money.

However, owing to inflation, the construction and other expansion programs of the Naval War College must of necessity be austere. Similarly, dynamic new educational programs may well be restricted. It is the recognition of these limitations in the years ahead which led to the formation of the Naval War College Foundation.

WHY THE NAVAL WAR COLLEGE?

The Naval War College is the world's oldest Naval War College and the Navy's ranking educational institution. Its mission is:

To provide naval officers advanced education in the science of Naval Warfare and related subjects in order to improve their professional competence for higher responsibilities.

Its success is worldwide! In World War II nearly all top commanders were graduates from this College. Among these were King, Nimitz, Halsey, Spruance, Turner, Hewett, Conolly, Lockwood. As Fleet Admiral Nimitz wrote some years later: "The courses [at the Naval War College] were so thorough that, after the start of WW II--nothing happened in the Pacific that was strange or unexpected."

WHAT IS THE NAVAL WAR COLLEGE FOUNDATION?

The Naval War College Foundation, Inc., is a charitable, nonbusiness corporation ~~authorized by the Navy Department and~~ organized under the General Laws of Rhode Island in November 1969. Its objective is to provide a private source to aid the Naval War College to carry out its Mission.

TAX STATUS

It is tax exempt having been so ruled by the Internal Revenue Service. Therefore, contributions to it are deductible for income tax purposes to the extent permitted by law.

HOW THE GIFTS WILL BE USED

Although all gifts are basically for the purpose of improving education at the Naval War College, the various gifts which the College hopes to receive will, naturally, accomplish this in various ways. In this regard specific projects have been approved for Foundation support by the Board of Trustees.

It is expected that gifts will consist ~~not only~~ of money, but also, of intangible personal property such as stocks and bonds; of memorabilia, artifacts, memoirs, art such as Naval paintings and portraits, and other archival material from both military and civilian sources.

With the money received it is hoped to obtain more and better professors; to set up new educational chairs, such as a chair of Oriental affairs; to obtain one or more unusually expensive lecturers, as well as lecturers from the West Coast, Hawaii and Alaska which today's limited federal funds render too costly; to improve the library, especially in rare books; and

✓
and from abroad 2

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generally to better the facilities of the U.S. Naval War College in order to afford our next generation of Naval leaders the best educational atmosphere possible.

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NAVAL WAR COLLEGE FOUNDATION, INC.

Proposed agenda for meeting of Incorporators January 15, 1970

1. Adoption of Bylaws by incorporators.
2. Election of trustees.

Proposed slate:

- ① Charles Francis Adams
- ① John Nicholas Brown
- ③ RADM Richard W. Bates, USN (Ret.)
- ③ RADM John J. Bergen, USNR (Ret.)
- ② Robert Leeson
- ③ CDR Marsden J. Perry, USNR (Ret.)
- ③ Richard B. Sheffield
- ① CDR Peter B. Walker, JAGC, USN

Richard Collier ③

3. Initial meeting of Board of Trustees

- a. Election of Officers

Proposed slate:

President: John Nicholas Brown
Vice President: RADM R. W. Bates, USN (Ret.)
Secretary-Treasurer: CDR Peter B. Walker, JAGC, USN

- b. Designation of date for annual meeting: ¹⁸~~19~~ June 1970,
1400 ~~2~~ p.m. at the Naval War College

- c. Designation of Bank: Rhode Island Hospital Trust
National Bank.

- d. Resolution on signing of checks (who authorized).

- e. Funds for initial administrative expenses.

(Filing annual report, printing of stationery, purchase
of a seal, etc.)

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Talking Paper on the
Naval War College Foundation, Inc.

Incorporation

Five or more persons over 21 years of age shall associate themselves by written articles of incorporation, which shall set forth: their agreement to form a corporation, the corporation's name, the purpose(s) of the corporation, its location, and other provisions as appropriate.

(A copy of the requisite form is attached as Tab A) The articles of incorporation must be acknowledged in the same manner as deeds for transfer of real property, and each incorporator must state his residence opposite his name. The original and duplicate are filed with the Secretary of State together with the appropriate fees (\$35 total), and the Secretary of State certifies (usually on same business day as received) the duplicate original and returns it. This is the authority of the corporation to do business. The filing of the articles may be done by mail.

Operation

My recommendations for officers are based on the Naval Academy Memorial Fund's successful experience with its organization. The directorate would be a Board of Trustees, whose officers are a President, Vice-President, and Secretary-Treasurer (who is also the Executive-Director).

Functions of Incorporators

The incorporators would sign the articles of incorporation before a notary public. They should all appear before the same notary, although it is permissible (according to Secretary of State's office) to have the notarizations take place in different places. It is preferable to have them all simultaneously in same place, so that any future question of whether they all really had the requisite intent to form the corporation would not be as likely to arise. The incorporators would also choose the directors (Trustees).

Liability of Incorporators and Trustees

The incorporators will risk no legal liability as such.

The trustees will be under legal obligation to carry out the purposes of the foundation and to file a biennial report in even numbered years (for failure to file as required, criminal penalties are prescribed; for failure to file for four years, the Secretary of State may declare the corporate charter forfeit). The trustees do owe a fiduciary duty to each other to operate legally. In short, barring criminal activity, the trustees do not, as such, subject themselves to legal liability.

Functions of Trustees

The trustees will adopt bylaws, which provide the mechanics of the running of the corporation, to effect the purposes of the Articles of Incorporation. They will then run the Foundation and choose successor trustees.

The Executive Director (Secretary-Treasurer) would be the individual with the responsibility for the day-to-day operation of the Foundation. Therefore, he should be someone able to devote some time to the tasks. Even if the Chief of Naval Personnel approves assigning a junior officer the collateral duty of keeping books, etc., the Executive Director should still be available locally for signing letters, etc.

Composition of the Board of Trustees

It would be advantageous for the Foundation to have among its trustees a local attorney, a local banker, and a local stock broker, and a local businessman. They could be very helpful in the conduct of business of the Foundation; it could also have a beneficial public-relations effect in the local community.

The Naval Academy's foundation has five trustees. In view of the anticipated nationwide operation of the proposed War College Foundation, it is recommended that the trustees number at least eleven, with appropriate geographical representation, for example: one each from New York, Chicago, Washington, D.C., Boston, San Francisco, Los Angeles (or San Diego), and New Orleans, plus the four local individuals indicated above. (With thirteen, additional representation could be had from one other out-of-area city, plus one from Newport-Boston-New York area.)

Although not required by the Rhode Island law, it is recommended that a quorum of over 50% of the trustees be required for the conduct of business at trustees' meetings. This is good business practice. Depending upon the wishes of the trustees, provision could be made in the bylaws (or in the charter, if the desires were known before the chartering) for proxy voting. The geographical distribution recommended above will insure that over 50% of the total number of trustees are from the Newport-Boston-New York area in order to facilitate presence of a quorum at meetings.

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Limitation on Assets

Rhode Island law restricts the value of assets held by a nonbusiness corporation to \$150,000. To get an exemption, it is necessary to get a law passed by the state legislature. To accomplish this, the Secretary of State's office said, "see your state senator or representative." But Mr. Lemay, of the Secretary of State's office, said the limitation does not apply to money, only to real estate.

Legal Services

A local attorney should be recruited to act as an incorporator, who would perform such legal services as are required for the incorporation.

After incorporation, a local attorney should serve as the legal advisor of the Foundation, since some fairly complicated questions of estate and trust law, requiring action beyond the scope of that permitted to the War College's judge advocate, can easily arise.

General Comments

The advantages of the proposed Foundation would be to provide a vehicle for the immediate acceptance of gifts, which would then transmit them to the Navy General Gift Fund and would take care of all administrative details connected therewith. Also, it could actively solicit contributions to the War College, an action which no person in the Navy can now do. Also, this would provide a means for maintaining donor anonymity of the donor so desired.

The Foundation can have a means of encouraging and recognizing gifts, as in the manner of the Naval Academy Memorial Fund, by creating classes of "nominal members" of the Foundation, who would have no voice in running the Foundation but would enjoy an honorary title.

While the national features of the Foundation are important, the local (Newport) public image should not be forgotten. By obtaining the local banker, businessman, attorney, and stockbroker, the local flavor should be adequately preserved.

Josh Brown
Charlie Buchanan
Rafe Bates
Dick Sheffield
Slim Ingersoll.

New York
Jack Bengem
Marsden Perry

In the Spirit of Mahan

C
Sims, Taussig, Halsey, Spruance, Nimitz, King, Moorer: these are just a few of our country's naval leaders who have shaped the development of United States' naval strategy and tactics over the years. Instrumental in their professional development was the year or more each spent in study at the U.S. Naval War College in Newport, Rhode Island.

The world's oldest naval war college and the Navy's senior educational institution, the U.S. Naval War College has been assigned the mission

To provide naval officers advanced education in the science of naval warfare and related subjects in order to improve their professional competence for higher responsibilities.

To carry out this mission, the Naval War College provides comprehensive advanced education directed toward an understanding of the United States' national objectives and the ways and means of mobilizing effectively the political and military elements of our national power to the achievement of those objectives.

Believing that our country's greatest strength lies in preparedness through education and dedication, the Naval War College has long been a pioneer among U.S. Service Schools in developing teaching methods and curricula which reflect new developments in technology and changes in world politics. As but one example, Admiral Chester W. Nimitz noted in a 1963 letter

The courses were so thorough that after the start of WWII--nothing that happened in the Pacific was strange or unexpected.

In today's world, the United States' international political problems presently involve, and are likely to continue for some time to involve, the proper response to domestic insurgencies within individual foreign countries. In addition, the United States must be prepared for threats of strategic as well as conventional nature. And at the same time our country's domestic problems must be given their proper attention in any ordering of national priorities. The Naval War College curriculum inquires in depth into all of these matters in its effort to educate its students that peace is best maintained by overall national strength--both at home and abroad.

Support is Vital

The U.S. Naval War College is unusual among American institutions of higher learning in several respects:

--Its mission is to educate officers of already proven high capabilities for important command responsibilities.

--Most colleges and universities are controlled by graduates and interested private businessmen who make up the Board of Trustees; the Naval War College's "Board of Trustees" is the Department of the Navy.

--Instead of deriving its operating monies from private endowments and from student tuition, the Naval War College receives its funds from appropriations by the Congress of the United States.

From the Naval War College's point of view, it would be most convenient to have Congressional appropriations to accomplish the many projects which go to sustain and improve the College's capability to accomplish its mission. But its official funding is only a portion of the total defense budget; therefore only the most highly essential projects can compete successfully for tax dollars with weapons systems and domestic priorities.

With the reduction in the United States' overseas military commitments, increasingly greater numbers of naval officers will become available to attend the Naval War College. A nine-year program of progressive construction of four new buildings and rehabilitation of existing buildings will be commenced shortly, and the student body will have increased from its present size of 450 to 700 by 1980. Construction and operating costs alike are rising rapidly, with the result that the appropriated tax dollar is purchasing less and less with the passage of time.

There is, therefore, a growing need to complement official funding in order to accomplish those worthwhile projects not covered by appropriations: this is a need which led to the creation of the Naval War College Foundation, Inc.

What is the Naval War College Foundation, Inc.?

The Naval War College Foundation, Inc., is a charitable, nonbusiness corporation organized under the General Laws of Rhode Island in November 1969. Its objective is to provide

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a private source of support to aid the Naval War College to carry out its mission. (The essential portion of the "Purpose" clause of the Foundation's Articles of Association appears on the inside back cover.)

The Foundation's directorate is a Board of Trustees who are elected by the membership of the Foundation and who in turn elect a President, Vice-President, and Secretary-Treasurer from their number. None of the trustees or officers receives compensation for his services.

Prior to the incorporation of the Naval War College Foundation, Inc., the Chief of Naval Personnel gave his approval for the President, U.S. Naval War College, to cooperate in the formation of the Foundation, and for the inclusion of two active-duty officers of the Naval War College on the Board of Trustees to insure that only appropriate donations are accepted.

The Foundation also has Regional Vice-Presidents in many key locations throughout the United States. Each Regional Vice-President acts within his stated geographical area on behalf of the Foundation in such manner as may be authorized by the Board of Trustees.

Tax Status

The Internal Revenue Service has ruled that the Naval War College Foundation, Inc., is tax-exempt as a charitable organization. Contributions to it are deductible for income tax purposes to the extent permitted by law.

Membership

Membership in the Naval War College Foundation, Inc., is open to individuals interested in the objectives for which it was created and subject to election to membership by the Board of Trustees.

The Foundation has four classes of membership:

Life Membership--a one-time donation of \$1000.
Contributing Membership--Donation of \$250 per year
(becomes Life Membership after four years of
Contributing Membership).
Sustaining Membership--Donation of \$25 per year.
Active-Duty Membership--Donation of \$10 per year.

An application for membership is provided in this brochure.

Further information on the Foundation may be obtained by writing to

Naval War College Foundation, Inc.
U.S. Naval War College
Newport, Rhode Island 02840

Gift Policy

The Naval War College Foundation, Inc., will accept donations restricted for a particular purpose, or unrestricted donations which the Board of Trustees will apply toward such specific projects as it deems appropriate.

Pursuant to the Bylaws of the Foundation, only the Board of Trustees has the authority to accept offers of donations.

The Foundation will perform the steps necessary to effect the transfer of donations to the Naval War College in accordance with the established procedures of the U.S. Navy.

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How the Gifts Will Be Used

Although all gifts are basically for the purpose of improving education at the Naval War College, the various gifts which the college hopes to receive will, naturally, accomplish this in various ways. This is because it is expected that gifts will not only consist of money, but also, of intangible personal property such as stocks and bonds; of memorabilia, artifacts, memoirs, art such as Naval paintings and portraits, and other archival material from both military and civilian sources.

With the money received it is hoped to obtain more and better professors; to set up new educational chairs, such as a chair of Oriental ^{affairs;} ~~military concepts;~~ to obtain ^{(one or) unusually expensive} ~~more~~ ^{erudite} lecturers; ^{to obtain} ~~as well as~~ lecturers from the West Coast, Hawaii and Alaska which today's limited federal funds ^{render too costly;} ~~are~~ to improve the library, especially in rare books; and, generally, to better the ^{facilities of the} U.S. Naval War College in order to afford the students the best educational atmosphere possible.

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NAVAL WAR COLLEGE FOUNDATION, INC.
U.S. NAVAL WAR COLLEGE
NEWPORT, R.I.
20840

Minutes of the Meeting of Incorporators at 11:30 a.m., 15 January 1970, at U.S. Naval War College, Newport, R.I., pursuant to notice given by John Nicholas Brown mailed on 9 January 1970 to Messrs. Winthrop W. Aldrich, Richard W. Bates, Robert Leeson, and Richard B. Sheffield, for the purpose of electing a Board of Trustees and its officers and adopting Bylaws, in accordance with the provisions of Section 7-6-6, General Laws of Rhode Island (copies of notifications attached as enclosure (1)).

1. The meeting of the Incorporators was called to order at 11:30 a.m. by John Nicholas Brown, presiding.

Incorporators Present: Richard W. Bates, John Nicholas Brown, Robert Leeson, Richard B. Sheffield

Incorporator Absent: Winthrop W. Aldrich

Also present: VADM Richard G. Colbert, USN, RADM John J. Bergen, USNR (Ret.), CDR Marsden J. Perry, USNR (Ret.), CDR Peter B. Walker, JAGC, USN

2. A photocopy of the Articles of Association of the Naval War College Foundation, Inc., certified by the Secretary of State of Rhode Island as having been filed on 28 November 1969, was distributed to each person present. A copy of proposed Bylaws was distributed to each person present.

3. After discussion of the Bylaws, the proposed Bylaws were adopted with some changes. A copy of the Bylaws as adopted is attached hereto as enclosure (2).

In the deliberations on the Bylaws, Admiral Bergen proposed that Article V, Section 5, contain a specific requirement for advance notice for meetings and for a written agenda to be sent to the Trustees far enough in advance to enable the Trustees to adequately digest the matters to be brought up. After some discussion, it was agreed that an agenda for Regular Meetings, and where feasible for Special Meetings as well, would be sent

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out to all Trustees as far in advance of a meeting as practicable as a matter of practice, and that a notice requirement which could impair the Foundation's flexibility in the calling of Special Meetings would not be imposed.

4. The Incorporators by unanimous vote elected the following Board of Trustees for terms of office as indicated:

One Year: Charles Francis Adams, John Nicholas Brown,
CDR Peter B. Walker, JAGC, USN

Two Years: RADM John J. Bergen, USNR (Ret.), VADM
Richard G. Colbert, USN, Robert Leeson

Three Years: RADM Richard W. Bates, USN (Ret.), CDR
Marsden J. Perry, USNR (Ret.), Richard B.
Sheffield

5. The Incorporators' meeting was adjourned at 12:20 p.m.

Initial Meeting of the Board of Trustees of Naval War College Foundation, Inc., on 15 January 1970, at U.S. Naval War College, Newport, R.I.

1. The meeting was called to order at 12:20 p.m. by John Nicholas Brown, presiding.

Trustees Present: RADM Richard W. Bates, USN (Ret.), RADM
John J. Bergen, USNR (Ret.), John Nicholas
Brown, VADM Richard G. Colbert, USN, Robert
Leeson, CDR Marsden J. Perry, USNR (Ret.),
Richard B. Sheffield, CDR Peter B. Walker,
JAGC, USN

Trustee Absent: Charles Francis Adams

2. The following officers were elected by unanimous vote:

President:	John Nicholas Brown
Vice-President:	Richard W. Bates
Secretary-Treasurer:	Peter B. Walker

3. A resolution was adopted designating the time and place for the next annual meeting of the Naval War College Foundation, Inc.: 4 p.m., 18 June 1970, at the U.S. Naval War College, Newport, R.I.

4. A resolution was adopted authorizing the Secretary-Treasurer to open an account for the Foundation in the Rhode Island Hospital Trust National Bank, which has a branch on the Naval Base.

5. A resolution was adopted which requires the signature of the Secretary-Treasurer plus the signature of any one of the other members of the Board of Trustees on checks for the disbursement of the Foundation's funds.

6. Several members of the Board of Trustees pledged to donate funds for the administrative expenses of the Foundation, as follows:

John Nicholas Brown--\$500

RADM John J. Bergen--\$250

Robert Leeson--\$250

RADM Richard W. Bates--\$250

Richard B. Sheffield--\$250

CDR Marsden J. Perry--\$250

7. The meeting was adjourned at 12:40 p.m.

Very respectfully submitted,

Peter B. Walker

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Notes:

1. Emblematic device on letterhead and corporate seal are not identical designs.
2. Names and titles of incorporators and trustees are to be verified and checked for spelling.
3. Telephone number of Foundation must be filled in on letterhead.
4. Sketches of device and corporate seal should be rendered into finished drawings of appropriate scale before reproducing in die form.
5. List of incorporators and of trustees should be set in smallest type available consistent with legibility, to minimize width encroachment on blank center space.



NAVAL WAR COLLEGE FOUNDATION, INC.

U. S. NAVAL WAR COLLEGE

NEWPORT, RHODE ISLAND 02840

TELEPHONE (401) 000-0000

INCORPORATORS

JOHN NICHOLAS BROWN

RICHARD B. SHEFFIELD

RADM. RICHARD W. BATES, USN (Ret.)

ROBERT LEESON

WINTHROP W. ALDRICH

TRUSTEES

CHARLES FRANCIS ADAMS

JOHN NICHOLAS BROWN

RADM RICHARD W. BATES, USN (Ret.)

RADM JOHN J. BERGEN, USNR (Ret.)

ROBERT LEESON

CDR. MARSDEN J. PERRY, USNR (Ret.)

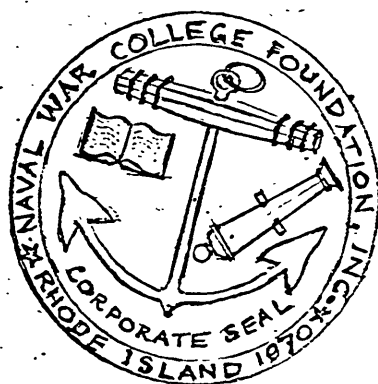
RICHARD B. SHEFFIELD

CDR. PETER B. WALKER, JAGC, USN

YADMAL RICHARD G. COLBERT, USN

*To further Naval War College traditions, capabilities for professional
education, and improvement and beautification of its facilities.*

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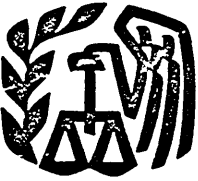
Naval War College Foundation, Inc.

Agenda for Meeting of Board
of Trustees--18 June 1970

1. Minutes of 15 January 1970 meetings (copy attached)
2. Treasurer's Report
3. Regional Vice-Presidents
4. Membership in Naval War College Foundation, Inc.:
classes of membership
 - a. Life membership
 - b. Active-Duty military membership
 - c. Sustaining membership
 - d. Other
5. Naval War College projects which might be undertaken
by the Foundation (list attached)
6. Foundation stationery letterhead
7. Publicity Brochure
8. Volunteers to assist the Foundation
9. Election of Officers

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Address any reply to: JFK Federal Bldg., Boston, Mass. J2203

US Treasury Department**District Director****Internal Revenue Service**

Date:

In reply refer to:

March 19, 1970

AU:R:EO:FK

- Naval War College Foundation
c/o Naval War College
Newport, Rhode Island 02840

Purpose: Charitable

J.F. Kennedy Bldg., P.O. Box 9122

Address Inquiries to : Boston, Mass. 02203**Accounting Period Ending :** December 31**Gentlemen:**

On the basis of the information submitted, this office has determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. This determination assumes your operations will conform to those described in your exemption application. Any changes in operations should be immediately reported to your District Director for consideration of their effect upon your exempt status. You must also report any change in your name or address.

In this letter we are not determining whether you are a private foundation as defined in the new section 509(a) of the Code. Your attention is invited to the new section 508(b) of the Code, which sets forth requirements for establishing that an organization exempt under section 501(c)(3) is not a private foundation. When procedures are developed to implement these new requirements, we will advise you how to proceed to notify the Internal Revenue Service if you do not believe yourself to be a private foundation.

For years, beginning prior to January 1, 1970, you are/~~are~~ required to file the annual information return, Form 990-A. For subsequent years, please refer to the instructions accompanying the Form 990-A for that particular year to determine whether you are required to file. If filing is required, you must file the Form 990-A by the 15th day of the fifth month after the end of your annual accounting period.

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Naval War College Foundation

You are not required to file Federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the Code. If you are subject to this tax, you must file an income tax return Form 990-T. In this letter we are not determining whether any of your present or proposed activities are unrelated trade or business under section 511 of the Code. Contributions made to you are deductible by donors as provided in section 170 of the Code, as amended by the Tax Reform Act of 1969. Bequests, legacies, devises, transfers or gifts to or for your use are deductible for Federal estate and gift tax purposes under the provisions of sections 2055, 2106 and 2522 of the Code.

You are not liable for Federal Unemployment taxes. You are liable for Social Security Taxes only if you have filed Waiver of Exemption Certificate, SS-15, as provided in the Federal Insurance Contributions Act.

This is a determination letter.

Very truly yours,



WILLIAM E. WILLIAMS
District Director

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Naval War College Foundation, Inc.

NOTICE OF ANNUAL MEETING

To the Members of the Naval War College Foundation, Inc.:

The Annual Meeting of the Members of the Naval War College Foundation, Inc., will be held at 3:00 p.m., 18 June 1970, in Room N-22, Mahan Hall, U.S. Naval War College, Newport, Rhode Island, for the purpose of electing trustees and for the transaction of such other business as may properly come before the meeting.

A meeting of the Board of Trustees will immediately follow the membership meeting. An agenda for the Trustees' Meeting is enclosed herewith.

Dated: 26 May 1970



Peter B. Walker
Peter B. Walker
Secretary-Treasurer

If you are unable to attend the Annual Meeting, please sign and return the enclosed proxy.

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Naval War College Foundation, Inc.

PROXY FOR ANNUAL MEETING

PROXY. I the undersigned, having received the Notice of Annual Meeting dated 26 May 1970, appoint the proxy of the undersigned to attend the Annual Meeting of the Naval War College Foundation, Inc., to be held at U.S. Naval War College on 18 June 1970 at 3:00 p.m., and any adjournments thereof and thereat, for purposes of establishing a quorum of the members and to vote for the election of trustees and upon such other matters as may properly come before the meeting.

Dated: _____

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